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PLC# 3606

Amount 25.00

Rcvd By JR

Date 3-3-04

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March 2, 2004

Executive Secretary  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37243

Re Tennessee Telephone Service, LLC  
d/b/a Freedom Communications, LLC  
d/b/a Freedom Communications USA, LLC

Dear Sir:

04-00075

Enclosed for filing with the Regulatory Authority, please find an original and thirteen (13) copies of the above captioned corporation's *APPLICATION FOR A CERTIFICATE TO PROVIDE COMPETING LOCAL TELECOMMUNICATIONS SERVICES* within the State of Tennessee, along with a check in the amount of \$25.00 for filing fees relating to same.

In addition, enclosed is a duplicate copy of this letter. Please date-stamp the duplicate and return it to me in the enclosed stamped, self-addressed envelope

Should you have any questions concerning this filing, please contact me.

Very truly yours,

EARLY, LENNON, CROCKER & BARTOSIEWICZ, P.L.C.

Patrick D. Crocker  
PDC/pas

Enclosures

**BEFORE THE TENNESSEE REGULATORY AUTHORITY**

**IN THE MATTER OF THE APPLICATION OF  
TENNESSEE TELEPHONE SERVICE, LLC  
D/B/A FREEDOM COMMUNICATIONS, LLC  
D/B/A FREEDOM COMMUNICATIONS USA,  
LLC FOR A CERTIFICATE TO PROVIDE  
COMPETING LOCAL  
TELECOMMUNICATION SERVICES  
AND INTEREXCHANGE SERVICES**

**APPLICATION FOR CERTIFICATE TO PROVIDE  
COMPETING LOCAL TELECOMMUNICATIONS SERVICES**

Pursuant to applicable Tennessee Statutes and the Rules and Regulations of the Tennessee Regulatory Authority and Section 253 of the Federal Telecommunications Act of 1996 ("Act"), Tennessee Telephone Service, LLC d/b/a Freedom Communications, LLC d/b/a Freedom Communications USA, LLC ("Applicant" or "Freedom") respectfully requests that the Tennessee Regulatory Authority ("TRA") grant Freedom authority to provide competing telecommunications services including: facilities-based and resold local exchange, exchange access, and interexchange telecommunications services within the State of Tennessee. Freedom was previously authorized to provide resold services in Case Number 97-00639 on November 3, 1998 and is seeking to expand that authority. Freedom is willing and able to comply with all applicable rules and regulations in Tennessee pertaining to the provision of competing telecommunications services. TCA 65-4-201.

In support of its Application, Tennessee Telephone Service LLC d/b/a Freedom Communications, LLC d/b/a Freedom Communications USA, LLC submits the following:

1. The full name and address of the Applicant is:

Tennessee Telephone Service, LLC  
d/b/a Freedom Communications, LLC  
d/b/a Freedom Communications USA, LLC  
201 Skyline Drive  
Dickson, TN 37055  
Telephone: (615) 446-2010  
Facsimile: (615) 446-9207  
Toll Free: (877) 739-9900

Questions regarding this application should be directed to:

Patrick D. Crocker  
Early, Lennon, Crocker & Bartosiewicz, P.L.C.  
900 Comerica Building  
Kalamazoo, MI 49007  
Telephone: (269) 381-8844  
Facsimile: (269) 381-8822

Contact name and address at the Company is:

Matt Davis  
Tennessee Telephone Service, LLC  
d/b/a Freedom Communications, LLC  
d/b/a Freedom Communications USA, LLC  
201 Skyline Drive  
Dickson, TN 37055  
Telephone: (615) 446-2010  
Facsimile: (615) 446-9207  
Toll Free: (877) 739-9900

2. Organizational Chart of Corporate Structure: Include any pertinent acquisition or merger information.

See **Exhibit A**

3. Corporate Information:

Freedom is a limited liability company organized in the State of Tennessee. A copy of Freedom's Articles of Organization is provided in **Exhibit B**. The names and addresses of the principal corporate officers and directors are provided in **Exhibit C**. The officers are in Tennessee. The biographies of the principal officers and any other key technical staff are in **Exhibit D**.

4. Freedom possesses the managerial, technical, and financial ability to provide local telecommunications service in the State of Tennessee as demonstrated below:

A. Financial Qualifications:

In support of its financial qualifications, Freedom attaches financials as **Exhibit E**.

**Exhibit F** is a capital expenditures budget for indicating type of equipment to be purchased, cost, and sources for funding of projected capital expenditures

Corporate Surety Bond or irrevocable letter of credit is provided as **Exhibit G**

B. Managerial Ability:

As shown in **Exhibit D** to this Application, Freedom has the managerial expertise to successfully operate a telecommunications enterprise in Tennessee. As described in the attached biographical information, Freedom's management team has extensive management and business experience in telecommunications.

C. Technical Qualifications:

Freedom's services will satisfy the minimum standards established by the TRA. The Company will file and maintain tariffs in the manner prescribed by the TRA and will meet minimum basic local standards, including quality of service and billing standards required of all LEC'S regulated by the TRA. Applicant does not have any special CPE (Customer Premise Equipment) requirements, which would not be compatible with the Incumbent Local Exchange Carrier's systems. As noted in the biographies in **Exhibit D**, the principal officers have several years of telecommunications expertise. Thus, Freedom is certainly technically qualified to provide local exchange service in Tennessee.

5 Proposed Service Area:

Freedom is authorized to provide interexchange telecommunication services in Tennessee and Kentucky.

Freedom is authorized to provide local exchange services in Kentucky and Tennessee.

The applicant proposes to offer its services throughout the State of Tennessee. Freedom intends to provide service in the areas currently being served by BellSouth which are designated open to competition. Freedom intends to offer this broad range of telecommunications services through the use of its own facilities, resold facilities, and through a combination of these provisioning methods using the unbundled network element ("UNE-P") platform (UNE-P). Freedom anticipates collocating DSLAMS and other related electronic equipment in the central offices of the ILECS.

6 Types of Local Exchange Service to be provided:

Freedom expects to offer a broad variety of local exchange and long distance services primarily to residential customers in Tennessee. Freedom's initial line of local services will be comparable to that currently offered by the incumbent LECs. Initially Freedom plans to offer basic access line service, Optional Calling Features, Directory Assistance, Directory Services, and Operator Services, as well as all services required under Chapter 1220-4-8-.04 (3) (b) and (c).

7 Repair and Maintenance:

Freedom understands the importance of effective customer service for local service customers. Freedom has made arrangements for its customers to call the company at its toll-free customer service number (877) 739-9900. In addition, customers may contact the company in writing at the headquarters address. The toll free number will be printed on the customer's monthly billing statements. The Tennessee contact person knowledgeable about providers operations is Matt Davis reference (1.) above

Grant of the Application will further the goals of the Tennessee Legislature and further the public interest by expanding the availability of competitive telecommunications services in the State of Tennessee. In addition, intrastate offering of these services is in the public interest because the services will provide Tennessee customers increased efficiencies and cost savings. Authorizing Freedom to provide local exchange telecommunications services will enhance materially the telecommunications infrastructure in the State of Tennessee and will facilitate economic development

In particular, the public will benefit both directly, through the use of the competitive services to be offered by Freedom, and indirectly because Freedom's presence in Tennessee will increase the incentives for other telecommunications providers to operate more efficiently, offer more innovative services, reduce their prices, and improve their quality of service. Grant of this Application will further enhance the service options available to Tennessee citizens for the reasons set forth above.

8. Small and Minority-Owned Telecommunications Business Participation Plan. (65-5-212).  
**Exhibit H**

The applicant proposes to offer its services throughout the State of Tennessee. Freedom intends to provide service in the areas currently being served by BellSouth which are designated open to competition. Freedom intends to offer this broad range of telecommunications services through the use of its own facilities, resold facilities, and through a combination of these provisioning methods using the unbundled network element ("UNE-P") platform (UNE-P). Freedom anticipates collocating DSLAMS and other related electronic equipment in the central offices of the ILECS.

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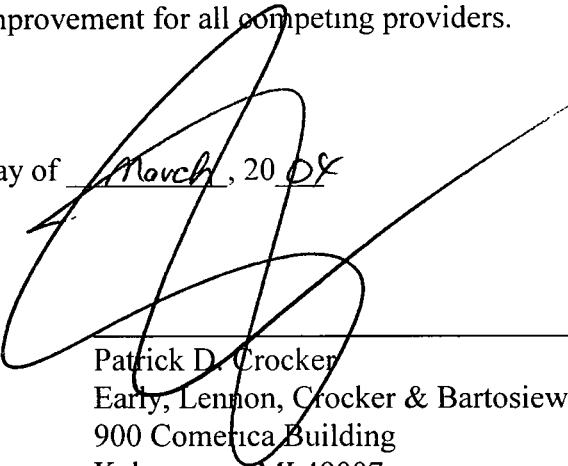
8. Small and Minority-Owned Telecommunications Business Participation Plan: (65-5-212):  
**Exhibit H**

9. Toll Dialing Parity Plan: **Exhibit I**
10. Applicant has served notice of this application to the eighteen (18) incumbent local exchange telephone companies in Tennessee with a statement regarding the company's intention of operating geographically. See **Exhibit J** for the list.
11. Numbering Issues: Statement provided in **Exhibit K**
12. Tennessee Specific Operational Issues: Statements provided in **Exhibit L**
13. Miscellaneous:
  - A. Sworn Pre-filed testimony: **Exhibit M**
  - B. Applicant does not require customer deposits
  - C. As of now, Freedom has not been subject to any formal complaints in any of the states in which the company is doing business
  - D. Applicant will file a tariff for Commission approval prior to commencing operations in Tennessee.

### CONCLUSION

Freedom respectfully requests that the TRA enter an order granting it a certificate of convenience and necessity to operate as a competing telecommunications service provider and authority to provide a full range of local exchange and interexchange services on a facilities-based and resale basis throughout the State of Tennessee in the service areas of Bell South, and any other ILEC that does not enjoy a rural exemption under Section 251(f) of the Telecommunications Act of 1996. For the reasons stated above, Freedom's provision of these services would promote the public interest by providing high-quality service at competitive prices and by creating greater economic incentives for the development and improvement for all competing providers.

Respectfully submitted this 2<sup>nd</sup> day of March, 20 08



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Patrick D. Crocker  
Early, Lennon, Crocker & Bartosiewicz, P.L.C.  
900 Comerica Building  
Kalamazoo, MI 49007  
Its: Attorney



VERIFICATION

Matt Davis, CEO of Tennessee Telephone Service, LLC d/b/a Freedom Communications, LLC d/b/a Freedom Communications USA, LLC, first being duly sworn on oath, deposes and says that he has read the foregoing Application and verifies that the statements made therein are true and correct to the best of his knowledge, information, and belief.

By: Matt Davis  
Matt Davis  
CEO

The foregoing instrument was acknowledged before me this 18 day of February, 2004 by Matt Davis.

Shirley J. Quinn  
For the County of Dickson  
My Commission Expires: 3-22-05

Seal